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March 5, 2004

**VIA HAND DELIVERY**

Walter Thomas, Secretary  
Alabama Public Service Commission  
100 N. Union Street – 8<sup>th</sup> Floor  
Montgomery, AL 36104

**Re: Implementation of requirements arising from Federal Communications  
Commission's Triennial Review Order: Phase III – High Capacity  
Loops and Transport – Docket No. 29054**

Dear Mr. Thomas:


Enclosed are the original and ten (10) copies of BellSouth Telecommunications, Inc.'s  
Rebuttal Testimony and Exhibits of the following witnesses in connection with Phase III of the  
above-referenced docket:

**Dr. Aniruddha (Andy) Banerjee**  
**Mr. A. Wayne Gray**  
**Ms. Shelley W. Padgett**

The public version of this filing is available on the BellSouth website via the following  
link: <http://bellsouthcorp.com/policy/triennialreview/filings/2004-03-05>. In addition,  
information contained in the testimony of Dr. Banerjee and the testimony and exhibits of Ms.  
Padgett is proprietary and will be provided to those who have executed the protective agreement  
in this proceeding.

Please distribute as needed and return a stamped copy of this cover letter to my office in  
the envelope provided. Thank you for your assistance in this matter.

Sincerely yours,

  
Francis B. Semmes

FBS/mhs  
Enclosures

cc: Honorable John Garner, ALJ (via hand delivery)  
Mr. Darrell A. Baker (via hand delivery)  
Parties of Record

## **CERTIFICATE OF SERVICE**

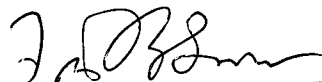
I hereby certify that I have served a copy of the foregoing *Direct Testimony and Exhibits – Phase III - of BellSouth Telecommunications, Inc.* on the parties of record shown below by placing a copy in the U.S. Mail, postage prepaid, on this the **5<sup>th</sup>** day of **March, 2004**.

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